

Owens Corning  
Form FWP  
June 03, 2009

Filed Pursuant to Rule 433

Registration No. 333-159689

June 3, 2009

**Pricing Term Sheet**

**Owens Corning**

**\$350,000,000**

**9.000% Senior Notes due 2019**

This term sheet to the preliminary prospectus supplement dated June 3, 2009, should be read together with the preliminary prospectus supplement before making a decision in connection with an investment in the securities. The information in this term sheet supersedes the information contained in the preliminary prospectus supplement to the extent that it is inconsistent therewith. Terms used but not defined herein have the meaning ascribed to them in the preliminary prospectus supplement.

<b>Issuer:</b>	Owens Corning
<b>Security:</b>	9.000% Senior Notes due 2019
<b>Principal Amount:</b>	\$350,000,000
<b>Trade Date:</b>	June 3, 2009
<b>Settlement Date:</b>	June 8, 2009
<b>CUSIP Number:</b>	690742 AC5
<b>ISIN Number:</b>	US690742AC56
<b>Expected Ratings:</b>	Ba1 / BBB- (negative outlook both)
<b>Maturity:</b>	June 15, 2019
<b>Coupon:</b>	9.000%
<b>Public Offering Price:</b>	98.386%
<b>Yield to Maturity:</b>	9.250%
<b>Benchmark Treasury:</b>	3.125% due May 15, 2019
<b>Benchmark Treasury Price:</b>	96-15
<b>Benchmark Treasury Yield:</b>	3.549%
<b>Spread to Benchmark Treasury:</b>	570.1 bps
<b>Interest payment dates:</b>	June 15 and December 15, commencing December 15, 2009

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**Net Proceeds to Issuer (before expenses):** \$341,376,000

**Optional Redemption:** Greater of par and make whole at Treasury plus 50 basis points, plus accrued and unpaid interest to the date of redemption

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll free at 1-877-858-5407, Banc of America Securities LLC toll free at 1-800-294-1322, Wachovia Capital Markets, LLC toll free at 1-800-326-5897 or J.P. Morgan Securities Inc. collect at 1-212-834-4533.